

EXHIBIT 2

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant

In re:

BERNARD L. MADOFF,

Debtor.

No. 08-01789 (BRL)

SIPA Liquidation

(Substantively Consolidated)

**[PROPOSED] ORDER AUTHORIZING ALBOURNE
AMERICA LLC TO FILE OPPOSITION TO TRUSTEE'S
MOTION TO DEDESIGNATE CERTAIN DOCUMENTS
DESIGNATED AS CONFIDENTIAL UNDER SEAL**

Upon the ex parte motion [ECF Number __, the "Motion to Seal") of Albourne America LLC ("Albourne"), seeking entry of an order, pursuant to 11 U.S.C. § 107(b)(1) and Fed. R. Bankr. P. 9018 authorizing it to file the *Opposition of Albourne America LLC to Motion to Dedesignate Certain Documents Designated as Confidential by Albourne America LLC* (the "Opposition") under seal and it appearing that Albourne has provided sufficient grounds therefore, it is hereby:

ORDERED the Motion to Seal is GRANTED; and it is further

ORDERED, that Albourne is authorized to file its Opposition³ under seal pursuant to 11 U.S.C. § 107(b) and Fed. R. Bankr. P. 9018; and it is further

ORDERED, that the unredacted version of the Opposition shall be filed with the Clerk in a marked envelope and shall be served on and made available only to the Trustee; and it is further

ORDERED, that the service of the Opposition in accordance with the preceding paragraph shall not constitute a waiver of confidentiality or any applicable privilege; and it is further

ORDERED, that the Clerk shall file the redacted version of the Opposition on the docket; and it is further

ORDERED that any party citing to or quoting from the redacted portions of the Opposition in a subsequent motion or pleading shall redact any such citation or quotation under seal from the publicly filed version of such motion or pleading, and shall file the unredacted version of such motion or pleading under seal; and it is further

ORDERED that following a final adjudication of the Trustee's Motion to Dedesignate, Albourne shall retrieve the unredacted version of the Opposition from the Clerk and shall dispose of the confidential information contained therein; and it is further

ORDERED that nothing in this Order is without prejudice to the rights of any party in interest, or the United States Trustee, to seek to unseal the Opposition or any part of it.

So Ordered this ___ day of May, 2015.

New York, New York

HONORABLE STUART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE

³ Capitalized terms not herein defined shall have the meaning ascribed to them in the Motion to Seal.